

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

FRANCIA BRICK, individually and on behalf of all
others similarly situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES PRINCE, THE PLAN'S
ADMINISTRATIVE COMMITTEE OF CITIGROUP
INC., THE 401(k) INVESTMENT COMMITTEE, and
JOHN DOES 1-10,

Defendants.

No. 07 Civ. 11369

ECF Case

NOTICE OF APPEARANCE

Please take notice that the undersigned, of the law firm Paul, Weiss,
Rifkind, Wharton & Garrison LLP, is hereby entering an appearance as counsel of record
for Citigroup Inc., Charles Prince, the Plans Administration Committee of Citigroup Inc.,
and the 401(k) Plan Investment Committee.

Dated: January 4, 2008
New York, New York

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP

By: \s\ Brad S. Karp
Brad S. Karp

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*Attorneys for Citigroup Inc., Charles Prince, the Plans
Administration Committee of Citigroup Inc., and the
401(k) Plan Investment Committee*

AFFIDAVIT OF SERVICE BY FIRST CLASS MAIL

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

Trevor J. Hill, being duly sworn, deposes and says:

1. I am not a party to this action, am over 18 years of age and am employed by Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019.

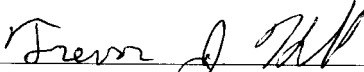
2. On January 4, 2008, I served true copies of the foregoing

NOTICES OF APPEARANCE; CORPORATE DISCLOSURE STATEMENT OF
DEFENDANT CITIGROUP INC.; and DEFENDANTS' RESPONSE TO
CONSOLIDATION MOTIONS BY PLAINTIFFS GRAY, TADROS AND BOLLA
AND BY PLAINTIFF GOLDSTEIN; on the following:


Lori Gwen Feldman, Esq.
Arvind Khurana, Esq.
Milberg Weiss Bershad & Schulman LLP
One Pennsylvania Plaza
New York, NY 10119

Attorneys for Alan Stevens

3. I made such service by personally enclosing true copies of the aforementioned documents in a properly addressed prepaid wrapper and depositing it into an official depository under the exclusive custody and care of the United States Postal Service in the State of New York.


Trevor J. Hill

Sworn to before me this
4th day of January, 2008


Notary Public

SYLVIA ANDREEV
Notary Public, State of New York
No. 01AN6119735
Qualified in Queens County
Certificate Filed in New York County
Commission Expires Dec. 6, 2008